

**VERIFICATION AND AFFIDAVIT OF APPLICANT**

**RECEIVED**

STATE OF COLORADO

)

SEP 16 2011

) ss.

COUNTY OF DENVER

)

**PUBLIC SERVICE  
COMMISSION**

I, Nigel Alexander, being first duly sworn, state that I am President and Chief Executive Officer of Liberty-Bell Telecom, LLC dba DISH Network Phone & Internet ("DISH") the Applicant herein; that I have reviewed the matters set forth in the Application and Exhibits, and the statements contained therein are true to the best of my knowledge, except as to those matters which are stated on information or belief, and as to those matters I believe them to be true.

Further, I hereby aver that DISH has not heretofore provided or collected, nor is it currently providing or collecting, for intrastate service in Kentucky prior to its filing the notice of intent to provide telecommunications in the Commonwealth of Kentucky.

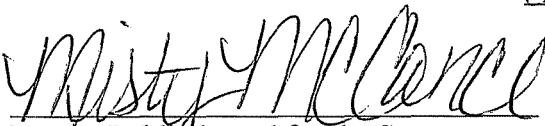
Liberty-Bell Telecom, LLC dba DISH  
Network Phone & Internet

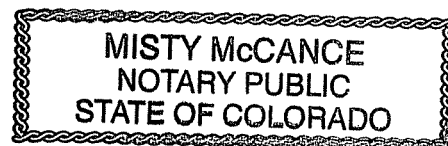
By:



Nigel Alexander  
President and Chief Executive Officer  
2460 West 26th Avenue, Suite #380-C  
Denver, CO 80211

Subscribed and sworn to before me this 8<sup>th</sup> day of September, 2011.

  
Notary Public in and for the State  
of Colorado.



My Commission Expires:  
September 25, 2012

**EXHIBIT A**  
**ARTICLES OF ORGANIZATION**  
**And**  
**KENTUCKY CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS**  
**(Attached)**

**ARTICLES OF ORGANIZATION  
OF  
LIBERTY BELL TELECOM, LLC**

The undersigned, a natural person eighteen years of age or older, intending to organize a limited liability company pursuant to §7-80-203, Colorado Revised Statutes, delivers these Articles of Organization to the Colorado Secretary of State for filing, and states as follows:

FILED  
CONETTA HANDELMAN  
COLORADO SECRETARY OF STATE

1. The name of the limited liability company is Liberty Bell Telecom, LLC.
2. The principal place of business of the limited liability company is 50.00  
4695 S. Monaco Street, Suite 111  
Denver, CO 80237
3. The name, and the business address, of the registered agent for service of process on the limited liability company are:  
  
Thomas G. Martino  
4695 S. Monaco Street, Suite 111  
Denver, CO 80237
4. The management of the limited liability company is vested in managers rather than members. The name and business address of the initial manager is:

Thomas G. Martino  
4695 S. Monaco Street, Suite 111  
Denver, CO 80237

The (a) name or names, and (b) mailing address or addresses, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, are:

D. Laird Blue  
Jones & Keller, P.C.  
1625 Broadway, 16<sup>th</sup> Floor  
Denver, Colorado 80202  
Voice (303) 573-1600  
Fax (303) 573-0769  
e-mail [lbblue@joneskeller.com](mailto:lbblue@joneskeller.com)

264 - 264 3300 494  
BOOK 494  
DEPUTY CLERK: PAUL MCCHESNEY  
COUNTY: FRANKLIN COUNTY  
COUNTY CLERK: GUY ZEIGLER  
TOTAL FEES: \$111.00  
RECORDED ON: JUNE 23, 2011 12:27:45PM  
DOCUMENT NO: 372957



COMMONWEALTH OF KENTUCKY  
TREY GRAYSON, SECRETARY OF STATE

0794326.06

mstratton  
ADD

Elaine N. Walker, Secretary of State  
Received and Filed:  
6/22/2011 2:21 PM  
Fee Receipt: \$90.00

Division of Corporations  
Business Filings  
PO Box 718  
Frankfort, KY 40602  
(502) 684-3480  
www.sos.ky.gov

Certificate of Authority  
(Foreign Business Entity)

FBE

FRANKLIN COUNTY

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Pursuant to the provisions of KRS 14A and KRS 271B, 273, 274, 275, 382 and 386 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

1. The entity is a: ☐ profit corporation (KRS 271B). ☐ nonprofit corporation (KRS 273). ☐ professional service corporation (KRS 274).  
☐ business trust (KRS 386). ☒ limited liability company (KRS 275). ☐ professional limited liability company (KRS 275).  
☐ limited partnership (KRS 382).

2. The name of the entity is Liberty Bell Telecom, L.L.C.

(The name must be identical to the name on record with the Secretary of State.)

3. The name of the entity to be used in Kentucky is (if applicable): \_\_\_\_\_  
(Only provide if "real name" is unavailable for use; otherwise, leave blank.)

4. The state or country under whose law the entity is organized is Colorado

5. The date of organization is February 27, 2003 and the period of duration is Perpetual  
(If left blank, the period of duration is considered perpetual.)

6. The mailing address of the entity's principal office is  
2460 W. 26th Ave., Suite 380-C

Denver

CO

80211

Street Address

City

State

Zip Code

7. The street address of the entity's registered office in Kentucky is  
421 W. Main, Frankfort, KY 40601

Street Address (No P.O. Box Numbers)

City

State

Zip Code

and the name of the registered agent at that office is Corporation Service Company d/b/a CSC-Lawyer's Incorporating Service Company

8. The names and business addresses of the entity's representatives (secretary, officers and directors, managers, trustees or general partners):

Name	Street or P.O. Box	City	State	Zip Code
Nigel Alexander	2460 W. 26th Ave., Suite 380-C	Denver	CO	80211

Name	Street or P.O. Box	City	State	Zip Code

Name	Street or P.O. Box	City	State	Zip Code

9. If a professional service corporation, all the individual shareholders, not less than one half (1/2) of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. I certify that, as of the date of filing this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.

11. If a limited partnership, it elects to be a limited liability limited partnership. Check the box if applicable: ☐

12. This application will be effective upon filing, unless a delayed effective date and/or time is provided.  
The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is \_\_\_\_\_

(Delayed effective date and/or time)

Signature of Authorized Agent

Nigel Alexander, Manager

Printed Name & Title

Date

Corporation Service Company d/b/a CSC-Lawyer's  
Incorporating Service Company  
Type/Print Name of Registered Agent

I, \_\_\_\_\_, consent to serve as the registered agent on behalf of the corporation.

By: [Signature]  
Signature of Registered Agent

Lo Saechao

Printed Name

Assistant Secretary

Title

6/21/11

Date

(01/11)



COMMONWEALTH OF KENTUCKY  
ELAINE N. WALKER, SECRETARY OF STATE

0794326.06

mstratton  
ASN

Elaine N. Walker, Secretary of State  
Received and Filed:  
6/22/2011 2:23 PM  
Fee Receipt: \$20.00

Division of Business Filings  
Business Filings  
PO Box 718  
Frankfort, KY 40602  
(502) 564-3490  
www.sos.ky.gov

Certificate of Assumed Name  
(Domestic or Foreign Business Entity)

ASN

FRANKLIN COUNTY  
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Pursuant to the provisions of KRS 365, the undersigned applies to assume a name and, for that purpose, submits the following statement:

1. The assumed name is: DISH Network Phone & Internet

2. The name of the business entity (and in the case of general partnership, the partners) that is/are adopting the assumed name:

Liberty Bell Telecom, L.L.C.

Name must be identical to the name on record with the Secretary of State.)

3. The "real name" is (you must check one):

☐ a Domestic General Partnership

☐ a Foreign General Partnership

☐ a Domestic Limited Liability Partnership

☐ a Foreign Limited Liability Partnership

☐ a Domestic Limited Partnership

☐ a Foreign Limited Partnership

☐ a Domestic Business Trust

☐ a Foreign Business Trust

☐ a Domestic Corporation

☐ a Foreign Corporation

☐ a Domestic Limited Liability Company

☒ a Foreign Limited Liability Company

4. This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective cannot be prior to the date the application is filed. The date and/or time is \_\_\_\_\_  
(Delayed effective date and/or time)

5. The business is organized and existing in the state or country of Colorado

6. The mailing address is:

2460 W. 26th Ave., Suite 380-C      Denver      CO      80211

Street Address or Post Office Box Numbers      City      State      Zip

I declare under penalty of perjury under the laws of Kentucky that the foregoing is true and correct.

Nigel Alexander      Nigel Alexander      Manager      June 2, 2011  
Authorized Party Signature      Printed Name      Title      Date

DOCUMENT NO: 372958  
RECORDED ON: JUNE 23, 2011 12:28:18PM  
TOTAL FEES: \$13.00  
COUNTY CLERK: GUY ZEIGLER  
COUNTY: FRANKLIN COUNTY  
DEPUTY CLERK: PATSY McCHESNEY  
BOOK A84 PAGES 493 - 493

## **EXHIBIT B**

### **STATEMENT REGARDING OPERATOR ASSISTED SERVICES**

Registrant states and avers that it does not now, nor does it intend to seek to provide operator assisted services to traffic aggregators as defined in Administrative Case No. 330.

**EXHIBIT C**  
**PROPOSED TARIFF**  
(Attached)